

# **EXHIBIT 30**

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UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK  
CASE NO. 11-1590-LTS-HBP

UNIVERSITAS EDUCATION, LLC

Plaintiff,

VS.

NOVA GROUP, INC., as trustee,  
sponsor and fiduciary of the  
CHARTER OAK TRUST WELFARE  
BENEFIT PLAN,

Defendant.

JANUARY 31, 2013

10:00 a.m.

DEPOSITION OF MATTHEW WESTCOTT

REPORTED BY:

MARY G. VAN DINA, Certified Court Reporter,

Certified LiveNote Reporter. February 1, 2013

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2 that's it.

3 Q. When you do tax preparation, do you  
4 get paid?

5 A. Bookkeeping. We have numerous  
6 clients. That's why it's kind of a pain to come  
7 way out here today, a two-hour drive. It's my  
8 busiest time of year.

9 Q. When you receive money from BASI, does  
10 it say BASI on the paycheck?

11 A. No, it says Benistar Admin Services,  
12 Inc.

13 Q. And you said you went to BASI in  
14 November of 2010.

15 Is that correct?

16 A. Yes.

17 Q. And when did you start your own  
18 company providing accounting services?

19 A. I started that in '07 or '08.

20 Q. And did you have -- besides doing your  
21 own -- having your own company, did you work  
22 anywhere else before going to BASI?

23 A. Yes.

24 Q. Where did you work prior to BASI?

25 A. I worked at Simione Macca & Larrow.

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2 Q. Who does those?

3 A. SML.

4 Q. But you do the tax returns for other  
5 companies and corporations located at 100 Grist  
6 Mill Road.

7 Correct?

8 A. Yes.

9 Q. And you do that through either  
10 Westcott & Associates or Westcott Financial  
11 Group.

12 Correct?

13 A. Yes.

14 Q. So when you do a tax return for an  
15 entity that's not BASI -- withdrawn.

16 For how many entities do you do tax  
17 returns? And by "entities," I mean entities  
18 located at 100 Grist Mill Road.

19 A. I don't really know. What do you  
20 need, a ballpark figure?

21 Q. Is it more than five?

22 A. More than five, yes.

23 Q. More than ten?

24 A. Probably around ten.

25 Q. Ten to 20 each year, you do the tax

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2 returns for those entities, and all of those  
3 entities have addresses at 100 Grist Mill Road.

4 Correct?

5 A. Yes.

6 Q. And who pays you for doing all those  
7 tax returns?

8 A. I'm paid by USBGI.

9 Q. For each one?

10 A. Yes -- no, a fee, a straight fee,  
11 monthly fee.

12 Q. For doing the tax returns for these  
13 entities?

14 A. Tax returns, tax planning, et cetera.

15 Q. So you provide year-round accounting  
16 services for between 10 or 20 entities located at  
17 100 Grist Mill Road?

18 A. Yeah, and don't quote me on that  
19 number, 10 or 20. I didn't know I had to bring a  
20 list.

21 Q. I understand you can't pinpoint it  
22 precisely, but to the best your recollection --

23 A. Ten or more.

24 Q. Okay. Is Nova Group one of those  
25 entities?

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2           A.    Yes.

3           Q.    What about Grist Mill Capital?

4           A.    Grist Mill Capital, no.

5           Q.    Can you recall for me, besides the  
6 Nova Group, the entities that you prepared tax  
7 returns for that are located at 100 Grist Mill  
8 Road?

9           A.    I can't remember them all.

10           MR. LAWRENCE: Well, just answer the  
11 ones that you do remember.

12   BY MR. BARNETT:

13           Q.    Just the ones that you do remember  
14 right now.

15           A.    Benistar Insurance Group, Benistar  
16 Client Services, Benistar Insurance Group  
17 Holdings.

18                    Yeah, that's really all I can  
19 remember. I can give you a list.

20           MR. LAWRENCE: Just answer the  
21 questions as best you remember.

22           THE WITNESS: Okay.

23   BY MR. BARNETT:

24           Q.    Have you ever done a tax return for  
25 the Charter Oak Trust?

Form **1120**  
Department of the Treasury  
Internal Revenue Service

# U.S. Corporation Income Tax Return

For calendar year 2011 or tax year

beginning February 1, 2011, ending January 31, 2012

OMB No. 1545-0123

**2011**

## A Check if:

- 1a Consolidated return (attach Form 951) ☐  
 b Life/nonlife consolidated return ☐  
 2 Personal holding co. (attach Sch. PH) ☐  
 3 Personal service corp. (see instructions) ☐  
 4 Schedule M-3 attached ☐

TYPE  
OR  
PRINT

Name

**BENEFIT CONCEPTS, INC.**

Number, street, and room or suite no. If a P.O. box, see instructions.

**100 GRIST MILL ROAD**

City or town, state, and ZIP code

**SIMSBURY, CT 06070**

B Employer identification number

C Date incorporated

**08/25/1993**

D Total assets (see instructions)

\$ **0.**E Check if: (1) ☐ Initial return (2) ☐ Final return (3) ☐ Name change (4) ☐ Address change

Income	1a Merchant card and third-party payments. For 2011, enter -0-	1a	<b>0.</b>
	b Gross receipts or sales not reported on line 1a (see instructions)	1b	
	c Total. Add lines 1a and 1b	1c	
	d Returns and allowances plus any other adjustments (see instructions)	1d	
	e Subtract line 1d from line 1c	1e	
	2 Cost of goods sold from Form 1125-A, line 8 (attach Form 1125-A)	2	
	3 Gross profit. Subtract line 2 from line 1e	3	
	4 Dividends (Schedule C, line 19)	4	
	5 Interest	5	
	6 Gross rents	6	
	7 Gross royalties	7	
8 Capital gain net income (attach Schedule D (Form 1120))	8		
9 Net gain or (loss) from Form 4797, Part II, line 17 (attach Form 4797)	9		
10 Other income (attach schedule)	10		
11 Total income. Add lines 3 through 10	11		
Deductions (See instructions for limitations on deductions.)	12 Compensation of officers from Form 1125-E, line 4 (attach Form 1125-E)	12	
	13 Salaries and wages (less employment credits)	13	
	14 Repairs and maintenance	14	
	15 Bad debts	15	
	16 Rents	16	
	17 Taxes and licenses	17	
	18 Interest	18	
	19 Charitable contributions	19	
	20 Depreciation from Form 4562 not claimed on Form 1125-A or elsewhere on return (attach Form 4562)	20	
	21 Depletion	21	
	22 Advertising	22	
23 Pension, profit-sharing, etc., plans	23		
24 Employee benefit programs	24		
25 Domestic production activities deduction (attach Form 8903)	25		
26 Other deductions (attach schedule)	26	<b>See Statement 1</b>	
27 Total deductions. Add lines 12 through 26	27		
28 Taxable income before net operating loss deduction and special deductions. Subtract line 27 from line 11	28		
Tax, Refundable Credits, and Payments	29a Net operating loss deduction (see instructions)	29a	<b>Statement 2</b>
	b Special deductions (Schedule C, line 20)	29b	<b>0.</b>
	c Add lines 29a and 29b	29c	
30 Taxable income. Subtract line 29c from line 28 (see instructions)	30		
31 Total tax (Schedule J, Part I, line 11)	31		
32 Total payments and refundable credits (Schedule J, Part II, line 21)	32		
33 Estimated tax penalty (see instructions). Check if Form 2220 is attached <input type="checkbox"/>	33		
34 Amount owed. If line 32 is smaller than the total of lines 31 and 33, enter amount owed	34		
35 Overpayment. If line 32 is larger than the total of lines 31 and 33, enter amount overpaid	35		
36 Enter amount from line 35 you want: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	36		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer

Date

**7-26-12**

CHAIRMAN

May the IRS discuss this return with the preparer shown below?

☒ Yes ☐ No

Paid

Print/Type preparer's name  
**MATTHEW WESTCOTT**

Preparer's signature

Date

**7/25/12**Check if self-employed ☒

PTIN

**P01431111**

Preparer

Firm's name **WESTCOTT & ASSOCIATES, LLC**Firm's EIN **45-4445965**

Use Only

Firm's address **117 VINEYARD ROAD  
BURLINGTON, CT 06013**Phone no. **(860) 404-5380**

111801 12-12-11 JWA For Paperwork Reduction Act Notice, see Instructions.

11040717 144936 benefitc0009 2011.03060 BENEFIT CONCEPTS, INC.

GMT-000525  
BENEFIT91

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**GRIST MILL CAPITAL, LLC**


**RESOLUTIONS AUTHORIZING TRANSACTIONS  
WITH INSURANCE COMPANIES FOR POLICY CHANGE IN OWNERSHIPS**

The undersigned, being the Secretary of the Managing Member of GRIST MILL CAPITAL, LLC (the "Company"), acting in accordance with the Delaware Limited Liability Company Act, as amended, hereby resolves as follows:

1. RESOLVED, that the Company is hereby authorized to execute a change of ownership on certain insurance policies or contracts.
2. RESOLVED, that Daniel E. Carpenter and/or Matthew Westcott (collectively, the "Company Signatories") are hereby authorized to execute on behalf of the Company in regard to the change in ownership on policies or contracts and all other documents incident thereto.
3. RESOLVED, that the actions of the Company Signatories with respect to the change in ownership on insurance policies or contracts are hereby authorized, approved, ratified, adopted and confirmed in all respects.
4. RESOLVED, that the Company Signatories are authorized and directed to perform any and all further acts and execute and deliver any and all additional documents necessary to effectuate the foregoing resolutions.

Signed this 4<sup>th</sup> day of January, 2013, by the Manager of the Company,

**GRIST MILL CAPITAL, LLC**

  
Matthew Westcott  
Assistant Secretary of the Managing Member

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